

Exhibit B

Galfus Declaration

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re	:	Chapter 11
The Hertz Corporation, <i>et al.</i> ⁵	:	Case No. 20-10218 (MFW)
Debtors	:	Jointly Administered
	:	Objection Deadline: Aug. 5, 2020 at 4:00 p.m. (ET)
	:	Hearing Date: August 12, 2020 at 10:30 am. (ET)

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**DECLARATION OF DAVID GALFUS IN SUPPORT OF APPLICATION FOR ENTRY
OF AN ORDER AUTHORIZING OFFICIAL COMMITTEE OF UNSECURED
CREDITORS TO RETAIN AND EMPLOY BERKELEY RESEARCH
GROUP, LLC AS FINANCIAL ADVISOR, *NUNC PRO TUNC* TO JUNE 15, 2020**

DAVID GALFUS, pursuant to 28 U.S.C. § 1746, hereby declares as follows:

1. I am a Managing Director of Berkeley Research Group, LLC (“BRG”)⁶, a professional services firm with numerous offices throughout the country. I am duly authorized to make this declaration (the “Declaration”) on behalf of BRG. Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein and, if called as a witness, I could and would testify thereto.⁷

⁵ The last four digits of The Hertz Corporation’s federal tax identification number, are 8568. Due to the large number of debtors in these Cases, that are being jointly administered for procedural purposes, a complete list of the debtors and their federal tax identification numbers may be obtained on the website of the debtors’ claims and noticing agent at <https://restructuring.primeclerk.com/hertz>.

⁶ All references contained herein referring to BRG, including those pertaining to disinterestedness and disclosures of relationships with parties in interest, refer collectively to Berkeley Research Group, LLC, and all of its affiliates, subsidiaries, and parent entities.

⁷ Certain of the disclosures set forth herein relate to matters within the knowledge of other Managing Directors and Directors at BRG and are based on information provided by them.

2. I submit this Declaration in support of the application (“Application”)⁸ of the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtors (collectively, the “Debtors”) seeking entry of an order authorizing the Committee to employ BRG as financial advisor to the Committee, *nunc pro tunc* to June 15, 2020, pursuant to section 328 and 1103(a) of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (as amended, the “Bankruptcy Code”), Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).

3. On June 15, 2020, the Committee selected BRG to serve as its financial advisor, to perform financial advisory and litigation support services in connection with these chapter 11 cases (the “Cases”). Since its retention by the Committee, BRG has become familiar with the Debtors’ businesses and financial affairs, and is therefore particularly qualified to serve as the Committee’s financial advisor.

A. Qualifications of Professionals

4. BRG is well-suited to act as financial advisor to the Committee in these Cases. BRG’s Corporate Finance practice consists of senior financial, management consulting, accounting, and other professionals who specialize in providing restructuring, transaction advisory, litigation support, solvency, and valuation assistance and providing a focus on viable solutions that maximize value for companies and creditors, typically in distressed business settings. BRG has acted as financial advisor, crisis manager, and corporate officer in middle market to large multinational restructurings across a wide array of industries. BRG’s Corporate Finance practice has experience in restructuring, transaction advisory, litigation support, solvency and

⁸Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

valuation matters and provided a focus on viable solutions that maximize value for companies and creditors. BRG Corporate Finance provides services include forensic analysis, plan development and implementation, and advice on sale/merger transactions. Moreover, the professionals at BRG have assisted and advised debtors, creditors, creditors' committees, bondholders, investors, and others in numerous bankruptcy cases, including Verity Health System of California; Neiman Marcus Group Ltd. LLC; rue21, inc.; Southern Foods Group, LLC (a.k.a. Dean Foods); Nine West Holdings, Inc., Sports Authority Holdings, Inc.; Borden Dairy Company; The Weinstein Company, Real Industry/ Real Alloy, Specialty Retail Shops Holding Corp. (a.k.a. Shopko), Peabody Energy Corporation, Sabine Oil & Gas Corp, The WetSeal, LLC; Samuels Jewelers, M&G USA Corporation, Arch Coal Inc., Brookstone Holding Corp., MF Global Holdings, Ltd., Chrysler (a.k.a. Old Carco LLC), Molycorp Inc., Reichhold Holdings US, Inc., Refco, Inc., Tropicana Entertainment, LLC, Spiegel Inc., W.R. Grace, Penson Worldwide, SemGroup, and Nortel.⁹

B. Services to be Provided

5. BRG has agreed to provide financial advisory services to the Committee pursuant to the terms of the Application. BRG's work product will encompass only matters that come to its attention in the course of its work that BRG perceives to be significant in relation to the objectives of its engagement. Because of the time and scope limitations implicit in BRG's engagement and the related limitations on the depth of BRG's analyses and the extent of BRG's verification of information, BRG may not discover all such matters or perceive their significance. Accordingly, BRG will be unable to and will not provide assurances in its work product concerning the integrity of the information used in its analyses and on which BRG's findings and advice to

⁹ The professionals were employed in certain of these engagements prior to joining BRG.

the Committee may be based. BRG understands, and the Committee acknowledges, that BRG is not being requested to perform an audit nor to apply generally accepted auditing standards or procedures. BRG understands, and the Committee acknowledges, that BRG is entitled, in general, to rely on the accuracy and validity of the data disclosed to it or supplied to it by employees and representatives of the Debtors. BRG will not, nor is BRG under any obligation to, update data submitted to it or review any other areas unless the Committee specifically request us to do so. BRG's work will be performed on a reasonable "level-of-effort" basis; that is, the circumstances of BRG's engagement may cause its advice to be limited in certain respects based upon, among other matters, the extent of sufficient and available data and the opportunity for supporting investigations in the time period.

6. BRG acknowledges that UBS has been selected by the Committee to perform investment banking services for the Committee. The investment banking services that UBS is to provide to the Committee (e.g., potential DIP and exit financing, sale process) are separate and distinct from the restructuring and financial advisory services that BRG will be providing to the Committee (e.g. claims and lien analysis, contract assumption/rejection analysis, cash management monitoring). The Committee has approved a delineation of responsibilities between BRG and UBS to achieve case efficiencies and avoid duplication of efforts during the Cases.

7. The terms and conditions of BRG's proposed retention were negotiated between the Committee and BRG, and reflect the parties' mutual agreement as to the substantial efforts that will be required in this engagement.

C. Use of Contractors

8. Notwithstanding anything in this Application to the contrary, BRG shall (i) to the extent that, with the prior written consent of the Committee, it uses the services of independent

contractors or subcontractors (the “Contractors”) in these Cases, pass-through the cost of Contractors to the Debtors at the same rate that BRG pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflict checks and compensation procedures as required for BRG, and (iv) file with the Court such disclosures required by Bankruptcy Rule 2014.

D. Disinterestedness of Professionals

9. BRG¹⁰ is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code because BRG, its Managing Directors and Directors, and the Engagement Team:

- (a) are not creditors, equity security holders, or insiders of the Debtors;
- (b) are not and were not, within two years before the Petition Date, directors, officers, or employees of the Debtors; and
- (c) do not have an interest materially adverse to the interest of the Debtors’ estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or for any other reason.

10. Moreover, to the best of my knowledge, information and belief formed after reasonable inquiry, BRG, its Managing Directors and Directors, and the Engagement Team have no interests that are materially adverse to the Committee, the Debtors’ estates, or the other creditors in these Cases.

11. Out of an abundance of caution, BRG hereby discloses the following matters: (i) between July 2016 and April 2018, BRG was periodically engaged to provide certain consulting services to the corporate finance and accounting functions of the Debtors, including cash flow forecasting. The services performed were a continuation of work performed by senior BRG

¹⁰ As previously noted, “BRG” herein collectively refers to Berkeley Research Group, LLC and all of its affiliates, subsidiaries and parent entities.

professionals during their tenure of employment at another firm. BRG personnel were not appointed to serve in any management functions in the course of these engagements; and (ii) in mid-2019, BRG was retained by the Debtors to provide consulting services related to disparate impact claims related to job application/hiring practices in a Title VII employment discrimination class action. The last work was performed more than six months ago and the engagement has been terminated. BRG has been paid in full on all invoices issued in the aforementioned matters and thus is not a creditor of the Debtors. The cumulative fees related to these matters is less than 0.5% of BRG's 2019 revenue.

12. To determine BRG's relationship with the parties-in-interest identified by the Committee to BRG, in preparing this Declaration, I caused the names of the parties set forth in Exhibit B-1, which is attached hereto, to be submitted to BRG's internal conflicts procedures. This list was compiled by reviewing various documents submitted by the Debtors' counsel to the Court, including their retention documents. Accordingly, BRG is relying on the accuracy and completeness of this information in connection with our conflict review and disclosure. BRG's internal conflict check procedures consist of the querying of the parties in interest, as listed on Exhibit B1 of the Initial Declaration, within an internal computer database containing names of individuals and entities that are present or former clients of BRG. The database that BRG queries to determine its lack of conflicts and disinterestedness incorporates the names of individuals and entities that are present and former clients both of BRG and all of its affiliates, subsidiary and parent entities. Additionally, new matters are circulated to all Directors and Managing Directors of BRG with a request to review and advise of any potential conflict of interest concerns. All responses are reviewed and addressed by an attorney on BRG's Conflicts team.

13. To the best of my knowledge, information and belief, neither I nor any other Managing Director or Director of BRG nor the Engagement Team has any connection with or holds any interest adverse to the Debtors, their estates, creditors, shareholders, or any other party in interest herein or their respective attorneys in the matters for which BRG is proposed to be employed, except that BRG has provided other consulting services, and may in the future provide such services, to certain of the Debtors' creditors or other parties-in-interest in matters unrelated to the Debtors' cases. As set forth in Exhibit B-2, which is attached hereto, BRG has certain relationships with certain parties-in-interest in these Cases, but such relationships are unrelated to either the Debtors or these Cases.

14. None of the engagements set forth above or in Exhibit B-2 are related to these Cases.

15. Further, as part of its diverse practice, BRG appears in numerous cases, proceedings and transactions that involve many different professionals, including attorneys, accountants and financial consultants, who may represent claimants and parties-in-interest in the Debtors' Cases. Also, BRG has performed in the past, and may perform in the future, advisory consulting services for various attorneys and law firms, and has been and may be in the future represented by several attorneys and law firms, some of whom may be involved in these proceedings. In addition, BRG has in the past, may currently and will likely in the future be working with or against other professionals involved in these Cases in matters unrelated to the Debtors and these Cases. Based on our current knowledge of the professionals involved, and to the best of my knowledge, none of these relationships create interests materially adverse to the Debtors in matters upon which BRG is to be employed, and none are in connection with these Cases.

16. From time to time, BRG may be asked to value and manage the liquidation of assets of investment funds. Such investment funds could, from time to time, take positions in debt or equity of the Debtors, without BRG's knowledge or consent. BRG has no pecuniary interest in such investment funds, nor will BRG profit from the value realized from the sale of their interests in the Debtors. Under such circumstances, if BRG is providing valuation work on any debt or equity securities of the Debtors for any investment fund for the duration of this engagement, then the BRG employee undertaking such work will be restricted and have no access to the confidential information of the Debtors. Moreover, to the extent any employee of BRG is utilized on this engagement for valuation expertise (and accordingly, given access to confidential information of the Debtors), for the duration of this engagement those employees will not perform any valuation work on any debt or equity securities of the Debtors for any investment fund.

17. To the best of my knowledge, BRG has not been engaged to assist any entity or person other than the Committee on matters relating to, or in connection with, these Cases. If this Court approves the proposed employment of BRG by the Committee, then BRG will not accept any engagement or perform any services in these Cases for any entity or person other than the Committee. BRG may, however, continue to provide professional services to, and engage in commercial or professional relationships with, entities or persons that may be creditors of the Debtors in these Cases; provided, however, that such services do not and will not relate to, or have any direct connection with, these Cases.

18. I am not related or connected to and, to the best of my knowledge, no other Managing Director or Director of BRG, nor the Engagement Team, is related or connected to any United States Bankruptcy Judge or District Judge for the District of Delaware, or the United States Trustee for the District of Delaware or to any employee in the offices thereof.

19. To the extent I discover any additional facts bearing on the matters described herein and required to be disclosed during the period of the Committee's retention of BRG, I will supplement the information contained in this Declaration.

E. Professional Compensation

20. As discussed and agreed to with the Committee, for purposes of this engagement, and with respect to the services to be provided, BRG will be entitled to receive as compensation for its services, fees based on hours worked times standard hourly rates plus reimbursement of actual and necessary expenses incurred by BRG.

21. For professional services, fees are based on BRG's standard hourly rates. The proposed rates of compensation, subject to final Court approval, are the customary hourly rates in effect when services are performed by the professionals and paraprofessionals who provide services to the Committee. The hourly rates charged by BRG for the services provided by its personnel differ based upon, among other things, each professional's level of experience, geographic differentials, and types of services being provided. Hourly rates are subject to periodic adjustment (typically the first of the new calendar year) to reflect promotions and other changes in personnel responsibilities, increases in experience, and increases in the cost of doing business. The current standard hourly rates for the BRG personnel that are anticipated to work on this engagement are as follows:

	2020
Managing Directors	\$825 - \$1,095
Directors	\$625 - \$835
Professional Staff	\$295 - \$740
Support Staff	\$125-\$260

22. These standard hourly rates are subject to periodic adjustment, which shall be noted on the invoices for the first time period in which the revised rates become effective. The standard hourly rates for the BRG experts anticipated to be assigned to this engagement are as follows: Christopher Kearns (\$1,095), Bob Duffy (\$1,095), Elliot Fuhr (\$1,095) David Galfus (\$1,040), Joseph D'Ascoli (\$995), Mackenzie Shea (\$995), Bob Butler (\$885), Joe Woodmansee (\$635), and Kristen Oats (\$740). We believe that our standard hourly rates are at or below those of national firms that we consider our peers.

23. Consistent with BRG's policy with respect to its other clients, BRG will charge for all other services provided and for other charges and disbursements incurred in rendering services to the Committee. These customary items include, among other things, travel and lodging expenses, business meals, costs of reproduction, research, communications, our legal counsel, any applicable sales or excise taxes and other direct expenses. Internal costs or overhead cost and document production services (including regular secretarial and word processing time) will not be charged for separately.

24. BRG will also request compensation for any time and expenses (including, without limitation, reasonable legal fees and expenses, except in the case of legal fees pertaining to any fee defense) that may be incurred in considering or responding to discovery requests or other requests for documents or information, or in participating as a witness or otherwise in any legal, regulatory, or other proceedings, including, without limitation, those other than the instant matter, as a result of BRG's performance of these services.

25. BRG acknowledges that neither the Committee, its constituents, nor any of its advisors or professionals (including, but not limited to, Counsel) shall be liable for the fees, expenses or other amounts payable to BRG.

26. Regardless of the time and manner of interim compensation, BRG understands that, subject to this Court's orders, BRG will be required to follow the procedures for final allowance of fees at the end of the Cases. BRG will maintain records with respect to any fees (in 1/10th of an hour increments), costs, and expenses incurred in connection with services rendered in these Case. Records will be organized by category and nature of the services rendered and will include reasonably detailed descriptions of those services provided on behalf of the Committee.

27. No promises have been received by BRG, nor any employee or independent contractor thereof, as to payment or compensation in connection with these Cases other than in accordance with the provisions of the Bankruptcy Code. Except for internal agreements among the employees and independent contractors of BRG regarding the sharing of revenue or compensation, neither BRG nor any of its employees or independent contractors has entered into an agreement or understanding to share compensation with any other entity as described in Bankruptcy Rule 2016.

28. BRG intends to apply to the Court for payment of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the U.S. Trustee Guidelines, and any additional procedures that may be established by the Court in these Cases.

29. I understand that the Committee requires knowledgeable consultants to provide essential professional services in these cases. I understand that the Committee has selected BRG as its financial advisor because of the firm's diverse experience and extensive knowledge in the field of bankruptcy. I believe that BRG is well qualified to perform these services in an efficient manner and represent the Committee's interests in these Cases.

30. I understand that the Committee believes that BRG's employment is in the best interests of the Debtors and their estates and creditors. Because of BRG's extensive experience in business reorganizations and mergers and acquisitions as well as its familiarity with the Debtors' business operations, I believe that BRG is exceptionally well qualified to serve as the Committee's financial advisor.

31. The foregoing constitutes the statement of BRG pursuant to sections 504 and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 5002, and Local Rule 2014-1.

Dated: July 22, 2020

/s/ David Galfus
David Galfus

Exhibit B-1

LIST OF POTENTIAL PARTIES IN INTEREST

Debtors

CMGC Canada Acquisition ULC
 Dollar Rent A Car, Inc.
 Dollar Thrifty Automotive Group Canada Inc.
 Dollar Thrifty Automotive Group, Inc.
 Donlen Corporation
 Donlen Fleet Leasing, Ltd.
 Donlen FSHCO Company
 Donlen Mobility Solutions, Inc.
 DTG Canada Corp.
 DTG Operations, Inc.
 DTG Supply, LLC
 Firefly Rent A Car LLC
 Hertz Aircraft, LLC
 Hertz Canada Limited
 Hertz Car Sales LLC
 Hertz Global Holdings, Inc.
 Hertz Global Services Corporation
 Hertz Local Edition Corp.
 Hertz Local Edition Transporting, Inc.
 Hertz System, Inc.
 Hertz Technologies, Inc.
 Hertz Transporting, Inc.
 Rental Car Group Company, LLC
 Rental Car Intermediate Holdings, LLC
 Smartz Vehicle Rental Corporation
 The Hertz Corporation
 Thrifty Car Sales, Inc.
 Thrifty Rent-A-Car System, LLC
 Thrifty, LLC
 TRAC Asia Pacific, Inc.

Non-Debtor Subsidiaries

2232560 Ontario Inc.
 2240919 Ontario Inc.
 3216173 Nova Scotia Company
 Ace Tourist Rentals (Aus) Pty Limited
 Apex Processing Limited
 Daimler Hire Limited
 Dan Ryan Car Rentals Limited
 DNRS II LLC
 DNRS LLC

Donlen Canada Fleet Funding Corporation
 Donlen Canada Fleet Funding LP
 Donlen Trust
 DTGC Car Rental L.P.
 EILEO SAS
 Executive Ventures, Ltd.
 HA Fleet Pty Ltd.
 HA Lease Pty. Ltd.
 HC Limited Partnership
 HCE Limited Partnership
 Hertz (U.K.) Limited
 Hertz Accident Support Ltd.
 Hertz Asia Pacific (Japan), Ltd.
 Hertz Asia Pacific Korea Ltd
 Hertz Asia Pacific Pte. Ltd.
 Hertz Asia Pacific Pty. Ltd.
 Hertz Australia Pty. Limited
 Hertz Automobielen Nederland B.V.
 Hertz Autopozicovna s.r.o.
 Hertz Autopujcovna s.r.o.
 Hertz Autovermietung GmbH
 Hertz Belgium b.v.b.a.
 Hertz Canada (N.S.) Company
 Hertz Canada Finance Co., Ltd.
 Hertz Canada Vehicles Partnership
 Hertz Car Rental Consulting (Shanghai) Co. Ltd.
 Hertz Claim Management B.V.
 Hertz Claim Management bvba
 Hertz Claim Management GmbH
 Hertz Claim Management Limited
 Hertz Claim Management S.r.l.
 Hertz Claim Management SAS
 Hertz Claim Management SL
 Hertz Corporate Center Property Owners' Association, Inc.
 Hertz de Espana, S.L.
 Hertz Dealership One LLC
 Hertz Do Brasil Ltda.
 Hertz Europe Limited
 Hertz Europe Service Centre Limited
 Hertz Finance Centre Limited

Hertz Fleet (Italiana) SrL
Hertz Fleet Lease Funding Corp.
Hertz Fleet Lease Funding LP
Hertz Fleet Limited
Hertz France S.A.S.
Hertz Funding Corp.
Hertz General Interest LLC
Hertz Holdings III UK Limited
Hertz Holdings Netherlands B.V.
Hertz International RE Limited
Hertz International Treasury Limited
Hertz International, Ltd.
Hertz Investment (Holdings) Pty. Limited
Hertz Investments, Ltd.
Hertz Italiana SrL
Hertz Luxembourg, S.à.r.l.
Hertz Management Services Sarl
Hertz Monaco, S.A.M.
Hertz New Zealand Holdings Limited
Hertz New Zealand Limited
Hertz NL Holdings, Inc.
Hertz Note Issuer Pty. Ltd.
Hertz Puerto Rico Holdings Inc.
Hertz Superannuation Pty. Ltd.
Hertz UK Receivables Limited
Hertz Vehicle Financing II LP
Hertz Vehicle Financing LLC
Hertz Vehicle Financing U.K. Limited
Hertz Vehicle Sales Corporation
Hertz Vehicles LLC
HIRE (Bermuda) Limited
HVF II GP Corp.
International Fleet Financing No. 2 B.V.
Navigation Solutions, L.L.C.
Probus Insurance Company Europe DAC
Puerto Ricancars, Inc.
RAC Finance, SAS
Rental Car Finance LLC
Stuurgroep Fleet (Netherlands) B.V.
Stuurgroep Holdings C.V.
Stuurgroep Holland B.V.
TCL Funding Limited Partnership
Thrifty Insurance Agency, Inc.
Tourism Enterprises Ltd
Van Wijk Beheer B.V.
Van Wijk European Car Rental Service B.V.

Current Directors and Officers

Angela Brav
Anindita Mukherjee
Bob Stuart
Daniel A Ninivaggi
David A. Barnes
Frederic Deschamps
Henry R. Keizer
Jamere Jackson
Jodi J. Allen
Kevin M. Sheehan
Leslie Hunziker
M. David Galainena
Murali Kuppuswamy
Opal G. Perry
Paul Stone
Richard E. Esper
Scott Massengill
Sung H. Cho
Tom Callahan
Vincent J. Intrieri

Certain Former Directors and Officers

Brian P. MacDonald
Carl T. Berquist
Carolyn N. Everson
David G. Trimm
Debra J. Kelly-Ennis
John P. Tague
Kathryn V. Marinello
Linda Fayne Levinson
Matthew E. Jauchius
Michael J. Durham
Murali Kuppuswamy
Narasimhan B. Srinivasan
Richard D. Broome
Richard J. Frecker
Robin C. Kramer
Thomas C. Kennedy
Thomas J. Sabatino
Tyler A. Best

Current or Known Recent 5% + Shareholders

BlackRock, Inc.
Dimensional Fund Advisors L.P.
GAMCO Investors, Inc.

Icahn Capital LP
 PAR Capital Management, Inc.
 Renaissance Technologies Corp.
 The Vanguard Group, Inc.

Top 50 Unsecured Creditors

5.500% Senior Notes Due October 2024
 6.000% Senior Notes Due January 2028
 6.250% Senior Notes Due October 2022
 7.125% Senior Notes Due August 2026
 AAA
 Allied Universal Security Services
 American Express
 AT&T
 ATS Processing Services
 Autonation Shared Service Center
 Bridgestone/Firestone Inc
 Buildrite Construction Corp
 Car Trawler
 City and County of San Francisco
 City of Chicago
 COMDATA
 Dealer Dot Com
 Deloitte
 Dent Wizard International Corp
 Dueck Richmond
 Expedia
 Fines Ford
 Gerber National Claim Services LLC
 Goldman Sachs Mortgage Co., as lender and
 administrative agent
 Greater Orlando Avi Auth
 Greater Orlando Aviation Auth
 Hotwire
 IBM Corporation
 Infor (US) Inc.
 JM & A Group Inc
 Lane Valente
 Lyft Inc
 MAACO Franchising Corporate LLC
 Massachusetts Port Authority
 Nissan
 Nissan CN
 Pep Boys
 Platepass LLC
 Pros Revenue Management
 Safelite Fulfillment Inc

Sirius XM Radio Inc
 Southwest Airlines Co
 Telus International Us Corp
 Teradata Operations Inc.
 Travel Jigsaw
 Travelport LP C O Bank of America
 Lockbox
 United Airlines Inc
 US Bank Promissory Notes
 VXI Global Solutions LLC
 Wayne County

**Significant Lenders/ Trustees/ Agents/
 Other Known Debtholders/ etc.**

Barclays
 Barclays Bank PLC
 BNP Paribas
 BNP Paribas Trust Corporation UK Limited
 BNY Trust Company of Canada
 BOKF, NA
 Citibank N.A.
 Credit Agricole
 Credit Agricole Corporate and Investment
 Bank
 Deutsche Bank
 Deutsche Bank AG, London Branch
 Deutsche Bank Luxembourg S.A.
 Goldman Sachs Mortgage Company
 Gresham Receivables
 HSBC France
 Irish Ring
 King Street Funding Trust (Bank of Nova
 Scotia)
 KPMG LLP
 Lloyds
 Lombard North Central PLC
 Magenta Capital Corporation
 Matchpoint Finance
 National Australia Bank
 Natixis
 P.T. Limited
 RBC, London Branch
 Ridge Trust (Bank of Montreal)
 Royal Bank of Canada, Sydney Branch
 Sheffield Receivables
 The Bank of New York Mellon Trust
 Company, N.A.

Wells Fargo Bank, National Association
Westpac Banking Corporation
Wilmington Trust, National Association

**Restructuring Advisors to Certain
Creditors and Other Potential Parties
In Interest**

Akin Gump Strauss Hauer & Feld LLP
AlixPartners LLP
Ankura Consulting Group, LLC
Arnold & Porter Kaye Scholer LLP
Cleary Gottlieb Steen & Hamilton LLP
Clifford Chance LLP
Davis Polk & Wardwell LLP
Dentons
Duane Morris LLP
Ducera Partners LLC
GLC Advisors & Co.
Houlihan Lokey
King & Wood Mallesons
Kirkland & Ellis LLP
Latham & Watkins LLP
Luskin Stern & Eisler LLP
Manier & Herod P.C.
Mayer Brown LLP
Osler, Hoskin & Harcourt LLP
Outten & Golden LLP
Ropes & Gray LLP
Rothschild
Saul Ewing Arnstein & Lehr LLP
Shearman & Sterling LLP
Squire Patton Boggs
Stikeman Elliott LLP
Wachtell, Lipton, Rosen & Katz
Willkie Farr & Gallagher LLP

Significant Depository Banks

Abn Amro Bank N.V.
Banca Intesa Sanpaolo
Banca Popolare Di Milano
Banco Bilbao Vizcaya Argentaria SA
Banco Popular de Puerto-Rico
Banco Santander SA
Bank of America
Bank of China
Bank of Hawaii
Bank of Ireland

Bank of Montreal
Bank of New York Mellon
Bank of New Zealand
Banque et Caisse d'Epargne de l'Etat,
Luxembourg
Banque Europeenne Credit Mutuel
Barclays Bank PLC (UK)
BB&T NKA Truist
Blackrock Liquidity Funds
BNP Paribas (France, Monaco)
Citibank (Ireland, UK)
Citibank Dubai
Citibank-Puerto Rico
Citizens Bank
Credit Suisse First Boston-NY
Czeskoslovenská Obchodní Banka a.s.
DBS Bank LTD
Deutsche Bank AG (France, Germany,
Belgium, UK, Netherlands,
Luxembourg)
Deutsche Bank Nederland N.V.
Deutsche Bank Sociedad Anónima Española
Deutsche Bank SpA
Federated (investment)
Fidelity Investments
Fifth Third Bank
Harris Bank
HSBC Bank (China) Company Ltd,
Shanghai Branch
HSBC Treasury Fund
Industrial and Commercial Bank
ING Belgium SA/NV
J.P. Morgan Chase Bank
J.P. Morgan Chase Bank, N.A. Amsterdam
JP Morgan Chase Bank (Canada)
JP Morgan Chase Bank Netherlands
Key Bank
La Banque Postale
Lloyds
Mitsui sumitomo Bank
Mizuho Bank
PNC Bank
POSTBANK
Regions Bank
Slovenská Sporitlena a.s.
Societe Generale

Standard Chartered Bank
 SunTrust Bank
 Tatra Banka a.s.
 TD Bank-USA
 Toronto Dominion Bank
 U.S. Bank
 Unicredit - Banca Di Roma
 Unicredit Bank Czech Republic a.s.
 United Missouri Bank
 Wells Fargo Bank, National Association
 Westpac Banking Corporation

Significant Vendors

767 Auto Leasing LLC
 AAA
 ADAC Autovermietung
 Aena Aeropuertos, S.A.
 Aeroport De Paris
 Afco Credit Corporation
 Airport Revenue Fund
 Ally Financial
 Amadeus IT Group SA
 American Express
 American Express CPC Remittance
 Processing
 American Tire Distributions-ATD
 Archimedes LLC
 Artefact Marketing Engineering UK Limited
 ARWE Car Rental Service GmbH
 AT&T
 Autonation Shared Service Center
 BAA Business Sup Centre Ltd (Lhr)
 BCA Fleet Solutions Limited
 Bridgestone/Firestone Inc
 Broward Co Aviation Dept Ft Lauder
 Hwood
 Buildrite Construction Corp
 Byers Car Rentals LLC
 C3/CustomerContactChannels Inc
 Carco Carriage Corporation
 Cass Information Systems Inc
 Citibank
 Citizens Bank National Association
 City and County of Denver Co
 City and County of San Francisco
 City of Atlanta
 City of Chicago

City of Los Angeles
 City of Philadelphia
 City of Phoenix
 City of San Jose
 Clark County Dept Of Aviation N Las
 Vegas Airport A P Mgr
 Collector General
 COMDATA
 Crossmedia Inc
 Dade County Aviation Dept Mdad Finance
 Division
 Dealer Dot Com
 Deloitte Consulting LLP
 Dent Ology
 DFW International Airport
 EDS Service Solutions LLC
 Expedia.Com Travel
 Ford Bank GmbH
 Frontline Technology Solutions
 GCA Services Group
 Gerber National Claim Services LLC
 Greater Orlando Avi Auth
 Greater Orlando Aviation Auth
 Hertz Fleet (Italiana) SrL
 Hillsborough County Aviation Authority
 Airport
 IBM Corporation
 Infor (US) Inc.
 IPC USA, Inc
 JM & A Group Inc
 Lane Valente
 Lyft Inc
 MAACO Franchising Corporate LLC
 Managed Labor Solutions LLC
 Manheim Credit And Collections
 Marsh USA Inc
 Massachusetts Port Authority
 Mercedes-Benz Leasing GmbH
 Metro Washington AP Auth
 Microsoft Corporation
 Mileage Plus Holdings LLC
 Minn St Paul Metro A P Comm
 MVI Field Services LLC
 Optiv Security Inc
 Optumrx Inc
 Oracle America Inc

Overland West Inc
 Pep Boys
 Platepass LLC
 Port Authority of NY & NJ
 Port Authority Of NY & NJ Newark Intl A
 P Anc 350
 Port of Portland
 Port of Seattle
 Raleigh Durham Airport Auth
 Safelite Fulfillment Inc
 Salesforce Com Inc
 Salt Lake City Corporation
 San Diego County Reg A P Auth
 Sintax Logistica S.A.
 Sirius XM Radio Inc
 Southwest Airlines Co
 Southwest Airlines O A L Billing
 State of Hawaii Department of
 Transportation
 State of Hawaii Dept of Trans Honolulu Intl
 Airport
 The Sabre Group Inc
 Travelport LP C O Bank of America
 Lockbox
 TSD Massachusetts Business Trust
 United Road Logistics
 Wayne County
 Wells Fargo Bank, National Association
 Western Conf of Teamsters Pension Trust

**Significant Contract/Lease
 CounterParties to the Debtors**

AAA
 Amadeus IT Group SA
 American Express
 American Tire Distributions-ATD
 Applied Invention LLC
 Archimedes LLC
 AT&T
 Businessolver.Com Inc
 C3/CustomerContactChannels Inc
 Cass Information Systems Inc
 COMDATA
 Crossmedia Inc
 Dealer Dot Com
 Deloitte Consulting LLP
 Dent Wizard International Corp

EDS Service Solutions LLC
 Ernst and Young LLP
 Fred Beans Parts
 Frontline Technology Solutions
 GCA Services Group
 Granite Telecommunications, LLC
 IBM Corporation
 Imperial Supplies Holdings Inc
 Infor (US) Inc.
 IPC USA, Inc
 Kairos Technologies Inc
 Lane Valente
 Lyft Inc
 MAACO Franchising Corporate LLC
 Managed Labor Solutions LLC
 Manheim Credit And Collections
 Microsoft Corporation
 Mulesoft Inc
 National Carwash Solutions Inc
 Optiv Security Inc
 Optumrx Inc
 Oracle America Inc
 Pep Boys
 PricewaterhouseCoopers LLP (PWC)
 Pros Revenue Management
 RR Donnelley
 Safelite Fulfillment Inc
 Salesforce Com Inc
 Sirius XM Radio Inc
 Southwest Airlines Co
 The Sabre Group Inc
 Truman Arnold Companies
 TSD Massachusetts Business Trust
 Verge Information Technologies Inc
 VXI Global Solutions LLC

Significant Customers

ABB Inc
 Accenture
 ALU Nokia
 Amgen Incorporated
 AT&T Services Inc
 Bank of America
 BASF Corporation
 Berkshire Hathaway
 Boston Scientific Corporation
 BP p.l.c.

Cigna Corporate Services LLC
 Cisco Systems Inc
 Coca Cola Co The
 Cummins
 Deere & Co
 Deloitte Services LP
 Delta Air Lines
 Eaton Corp
 EC Purchasing (ECP)
 Ernst and Young LLP
 FedEx Corporation
 General Electric Company
 IBM Corporation
 Intel Corporation
 IQVIA
 J.P. Morgan Chase
 Jacobs Collision Center
 KPMG LLP
 L3Harris Technologies Inc
 Marriott International
 McKesson
 McKinsey & Co Inc US
 National Football League
 NBC Universal Media
 Oracle Corp
 Pfizer Inc
 Philips Health Tech North Amer
 Premier Purchasing Partners
 PricewaterhouseCoopers LLP (PWC)
 Robert Bosch Corp
 Rockwell Automation
 SAP America Inc.
 Siemens Corp North America
 Sodexo Operations LLC
 Thermo Fisher Scientific
 TPG Global LLC
 United Airlines Inc
 United Healthcare Services Inc
 University of California
 Wells Fargo Bank, National Association

Significant Taxing Authorities

Bay Area Air Quality Mgmt Dsct
 California Department of Tax And Fee
 Administration
 City of Anaheim
 City of Boston

City of Colorado Springs
 City of Fremont Revenue Division
 City of Kansas City Missouri
 City of Los Angeles
 City of Newark
 City of Newport
 City of North Miami Beach
 City of Pueblo
 City of San Jose
 City of Santa Barbara
 City of Warr Acres
 Clark County Nv
 Commonwealth of Virginia Department of
 State Police
 County Director of Finance
 Deloitte Tax LLP
 Department of Licensing
 Department of Toxic Substances Control
 eCollect PA LLC
 Fairfax County Circuit Court
 General Service Administration
 Georgia Department of Revenue
 Gwinnett County
 Harris Galveston Subsidence District
 Harrison And Duncan Pllc
 Hawaii State Tax Collector
 Illinois Secretary of State
 Jefferson Parish Fire Dept
 Joseph Lopinto III
 Kuwait Ministry of Finance
 Minister Of Finance - BC
 Nevada Department Of Motor Vehicles
 New Jersey Motor Vehicle Commission
 PCAOB
 Rhode Island Interactive LLC
 Secretario De Hacienda
 Secretary of State Supply Distribution
 South Coast AQMD
 State of Alabama Office of State Treasurer
 State of Idaho
 State of Kentucky Treasurer
 State Of Rhode Island And Providence
 Plantations
 Town of Leesburg
 Treasurer City of Pittsburgh

Treasurer State Of New Jersey Dept of The
Treasury
Village of North Palm Beach

Significant Insurers

ACE American Insurance Company
ACE Fire Underwriters Insurance Company
ACE Property and Casualty Insurance
Company
AIG Europe S.A.
AIG Europe S.A. Sucursal En España
AIG Europe S.A., Netherlands Branch
AIG, Foreign Casualty
Allianz Global Risks US Insurance
Company
Allied World National Assurance Company
American Guarantee and Liability Insurance
Company
American International Group UK Limited
(AIG)
Arch Insurance Company
Argonaut Insurance Company
Ascot Reinsurance Company Limited
AXIS Insurance Company
Beazley Insurance Company, Inc.
Berkley Professional Liability
Berkshire Hathaway Specialty Insurance
Chubb Insurance Company of Canada
Continental Casualty Company
Cooperativa de Seguros Múltiples
Cooperativa de Seguros Múltiples
Cooperativa De Seguros Múltiples De PR
Endurance Assurance Corporation
Everest National Insurance Company
Freedom Specialty Insurance Company
Great American Insurance Company
Great American Spirit Ins. Company
Guardian Insurance Company
Hartford
Hiscox Insurance Company Inc.
Homesite Insurance Company
Illinois National Insurance Company
Indemnity Insurance Company Of North
America
Indian Harbor Insurance Company
ING
Ironshore Indemnity Inc.

Liberty Mutual Property
Lloyd's of London
Markel American Insurance Company
National Union Fire Insurance Company of
Pittsburgh, Pa.
Navigators Specialty Insurance Company -
Non-Admitted
Old Republic Insurance Company
Philadelphia
Probus Insurance Company Europe DAC
Probus Insurance Company Europe DAC /
FIATC Mutua de Seguros y Reaseguros
Probus Insurance Company Europe DAC /
Reale Mutua
RLI Insurance Company
Starr Indemnity & Liability Company
State National Insurance Company, Inc.
Travelers Casualty and Surety Company of
America
U.S. Specialty
United States Aircraft Insurance Group
XL Bermuda Ltd
XL Specialty Insurance Company
Zurich American Insurance Company

**Significant Ordinary Course
Professionals**

Allen Matkins
Altus Business License LLC
Anybill (Paypool)
Baker McKenzie
Ballard, Spahr - PA
Business License LLC
Dechert LLP
Deloitte LLP
Ernst and Young LLP
Herbert Beigel
IMS ExpertServices
Jenner & Block LLP
KPMG LLP
Mayer Brown LLP
McCarthy Tetrault
McGuireWoods LLP
Mike Cox Law Firm
Nixon Peabody LLP
Orrick Herrington
Phelps Dunbar, LLP

PricewaterhouseCoopers LLP (PWC)
Seyfarth Shaw
Thompson Reuters
Weil Gotshal & Manges LLP
Winston & Strawn LLP

**Adversaries in Certain Material
Litigation**

Elyse Douglas
Jane Purnell
John Jeffery Zimmerman
Mike Frissora
Pedro Ramirez Jr. (individually and on
behalf of himself and all others
similarly situated)
Scott Sider
Sheet Metal Workers Local Union 80
Pension Trust Fund
Westchester Teamsters Pension Fund

Debtors' Restructuring Professionals

Deloitte LLP
FTI Consulting
Kekst and Company
Moelis & Company
Prime Clerk
Richards Layton & Finger
White & Case

Office of the US Trustee for Delaware

Andrew R. Vara
Benjamin Hackman
David Buchbinder
Hannah M. McCollum
Holly Dice
James R. O'Malley
Jane Leamy
Jeffrey Heck
Juliet Sarkessian
Karen Starr
Linda Casey
Linda Richenderfer
Michael Panacio
Richard Schepacarter
Rosa Sierra
T. Patrick Tinker
Timothy J. Fox, Jr.

**Bankruptcy Judges & Court Contacts for
DE**

Cacia Batts
Catherine Farrell
Cheryl Szymanski
Chief Judge Christopher S. Sontchi
Claire Brady
Danielle Gadson
Jill Walker
Judge Ashely M. Chan
Judge Brendan L. Shannon
Judge John T. Dorsey
Judge Karen B. Owens
Judge Laurie Selber Silverstein
Judge Mary F. Walrath
Karen Strupczewski
Laura Haney
Laurie Capp
Lora Johnson
Marquetta Lopez
Rachel Bello
Rachel Werkheiser
Robert Cavello
Sherry Scaruzzi
Una O'Boyle

UCC Members & Professionals

American Automobile Association, Inc.
Benesch, Friedlander, Coplan & Aronoff
LLP
Bradley, Emma
Dawson, Janice
International Brotherhood of Teamsters
Kramer Levin Naftalis & Frankel LLP
Pension Benefit Guarantee Corporation
Sirius XM Radio Inc
Southwest Airlines Co
UBS Investment Bank
U.S. Bank
Wells Fargo Bank, National Association

Ad Hoc Group Members

683 Capital Management
Abderrahim Guzrou
Access Injury a/a/o Alfredo Rivera
Adelina Colon
Adrian Salazar

Aegon Asset Management
Aegon USA Investment Management, LLC
AIG Asset Management (U.S.), LLC
Akeem Glasgow
Akia Greaux
Alexander Reviczky
Alexandrea Moore
Alfreda Lincoln
Alice Townsend
Alicia King
Alisha Vinson
Aliyah Rochester
Alliance Bernstein
Amanda Koss
Amber Bertrand
Amy Boschen
Ana Reyes
Andrew Brookes
Angela Henderson
Anika Porter
Annie Durrah
Anthony Fuentes
Anthony Pereira
Anthony Rochester
Anthony Wilbanks
Antonio Gamazo
Antwone Person
April Austin
Arlean Green
Arthur Stepanyan
Augustine Helsel
Azaliyah Sanata
Bailey Watkins
Bamidele Aiyekusibe
Bank of America
Barbara Fernandez
Barbara Muratore
Barings LLC
Bermann Desir
Beth Grunfeld
Brandon Bollenbach
Brent Williams
Brett Richter
Brian Steinberg
Cameron Letch
Candace Hope

Candace Montie
Capital Research and Management
Company
Carl Johnson
Carline Louisjeune
Carlos Osuna
Carolina Senior
Carolyn Simmons
Carrie Pyles
Catherine Bradis
Catina Smith
CFI a/a/o Syed Abu Nahid, MD
Charisse Salmon
Charles Dunn
Charles Paoli
Chen Chen
Cheryl Glazar
Cheryl Young
Chion Sen Fung Ramos
Chiropractic Health Clinic a/a/o Carole Bess
Christopher O'Neil
Christopher Rice
Christopher Smith
Cintya Concha
Clara Gamazo
Clarence Wheeler
Claudio Rodriguez
Columbia Management Investment
Advisers, LLC
Cynthia Clark
Cynthia Farley
Cynthia Johnson
D.E. Shaw Galvanic Portfolios, L.L.C.
Daigran Bonner
Daniel Domini
Daniel Mora
Darrell Agrella
Darryl Dayson
David Hobby
David Mower
Davielle Stewart
De'Shany Benn
Deborah Baez
Declan Clarke
Deidra Ford
Demi Herrera

Diane M. Ocasio Hernandez
 Dionicio Cruz
 Dionne Woodson
 Donovan Fletcher
 Dwight Swasey
 Dylan Sands
 Ebony Hollimon
 Eddie Young
 Emelda Watkins
 Emma Bradley
 Erma Quick
 Ferdinand D'Orville
 Fir Tree Partners
 First Health Chiro a/a/o Bruno Andolcetti
 Florida Injury a/a/o Earl James
 Fort Washington Investment Advisors, Inc.
 Francis Ujlaki
 Franco Fusi
 Fred Baird
 Fred Goettl
 Full Spine a/a/o Reginald Williams
 Gary Turner
 George Cooper
 Giovanni Irene
 Gloria Calderon
 Gloria Weltzbarker
 Gregory Griffin
 Gretchen Henkel
 Hannah Ayoub
 Health & Spine Medical Center a/a/o Diana
 Gutierrez
 Henry B. Essick III
 Henry Villalobos
 Howard Junious
 Integrative Physical Medicine Winter Haven
 a/a/o Jacquesta Jennings
 Integrative Physical Medicine Winter Haven
 a/a/o Sandra Rubel
 Integrative Physical Medicine Winter Haven
 a/a/o Syed Abu Nahid, MD
 Invesco
 Jackie Berry
 Jacqueline Yasurek
 Jalen Bertrand
 James Adams
 James Keene

James Mazza
 James Pantages
 Jared Lantzman
 Jason Dawson
 Javaree Latimer
 Javonte Carter
 Javoris Ford
 Jay La Forest
 Jean Nalepa
 Jeff Brower
 Jeff Ferrell
 Jeffrey Bower
 Jeniffer Lumpkins
 Jennifer Davis
 Jennifer Eno-Clark
 Jennifer Kennedy
 Jessica Gurumendi
 JoAnn Nance
 JoAnn Snider
 John Crum
 John Haney, Jr.
 John Pearson
 John Steven Ward Piercey
 Johnny Simon
 Joinel Cherival
 Jonathan Newman
 Joseph Miles
 Joseph Robinson
 Joshua Streeter
 JP Morgan Asset Management
 Julia Cejas Perez
 Julia Nerstheimer
 Julie Goettl
 Julius Burnside
 Kathleen Rios
 Kaylee Tanner
 Kayth Sanchez
 Kefah Khalaf
 Keith Fricke
 Kelvin Howard
 Kennai Swinton
 Kenneth Henderson
 Kevin Davidson
 Kevin Klava
 Kimberly Kelly
 Kip Jefferys

La Tache Snell-Jones
Laketa Collins
Lana Ribeiro
LaQuisha Freeman
Latae Ward
Latisha Daise
Laura Watkins
Laurie L. Nelson
Lemuel Martinez
Leonard Pittman, II
Lisa Catarina Fontes
Lisa De La Cruz
Louvena Cromartie
Lucy Cena
Madeline Rodriguez
Magalie Sterlin
Marcia Bryant
Marcquise Farrell
Margarita Hernandez
Maria Martinez
Marianne Falasco
Marjorie Mardy
Mark Graham
Mark Wallace
Marquise Worlds
Marsha Gaughan
Martha Mejia
Martha Moreira-Ferrell
Marygrace Campbell
Max Osuna
Melissa Rochester
Michael Anthony Cruz
Michael Channell
Michael Clark
Michael Koss
Michelle Johnson
Miguel De La Cruz
Moheb Heinen
Moir Henkel
Nancy Cullen Smits
Natashia Moore
Nelson Soto Roman
Nicole Stevens
Nomura Corporate Research and Asset
Management Inc.

One William Street Capital Management,
L.P.
OneCare a/a/o Krimsyn Valverde
OneCare a/a/o Krystal Pendleton
Pamela Lucas
Patricia Williams
Patrick J. Callanan
Paul Alexander
Peter Lee
Polat Kemal
Quentin Nichols
Rachel Ornstein
Raheem Mobley
Rimma Bergeron-Langlois
Rina Elias
Robert McGrath
Robert White
Roberto Cruz
Rondarius Holmes
Rosa Garcia de Gonzalez
Rose Epps
Rose Mallery
Roula Vangelis
Ruben Martnes
Ryan Phillips
Ryan Smits
S. Sharma
Sabino Rivera
Sabrina Dill
Sally Boerschel
Sasheika Phillips
Scott Sands
Sean Grimm
SF Chiropractic Rehab Center, Inc. a/a/o Ae
Kyoung Kim
Shantell Ford
Sharmaine Browne-Daniel
Sharod King
Sharon Hopkins
Sheri Martine
Shirley Mazza
Shontrell Higgs
Shyrel Green
Sondra Crum
Spine & Brain Neuro a/a/o Loretta Gilberry
Stephanie Denny

Stephanie Keene
Susan Trowbridge
Tania Alvarado Chavez
TD Asset Management
Terrence O'Hora
The Northwestern Mutual Life Insurance
Company
Theodore Henderson
Theodore Kruger
Thomas John Channell
Thomas Mcilree
Thomas Snider
Tiffany Griffith
Timothy Carney
Timothy Clark
Tony Thomas
Tonya Stewart
Tori Polk
Tracey Johnson
Tyese Golden
Victor Baez
Victoria Majors
Vincent Galioto
Warren Boschen
Wayne Larkin
Wendellyn Moore
Wendy Bowes
William Hawkins
William McGovern
William Schutt
William Vansickle
Willie Henderson
Wyndell Penson
Yomaris Estrella Silverio
Yvonne Stafort
Zariah Jackson
Zavier Thorton
Zelda M. Johnson
Zena Johnson
Zinnia Perch, L.L.C
Zoemarie Pastrana

Other Interested Parties

Sixt Rent A Car, LLC

Exhibit B-2

List of parties in interest, or affiliates thereof that have engaged, currently engage, or are serving in matters with BRG, sorted by their relationship to the Debtor, that are unrelated to these Cases^{11,12}

¹¹ Parties in interest marked with an asterisk (*) are related to closed matters.

¹² This Exhibit B-2 supplements and does not replace the specific disclosures made in the body of the Galfus Declaration.

Top 50 Unsecured Creditors

Allied Universal Security Services
American Express*
AT&T
ATS Processing Services*
Bridgestone/Firestone Inc
City and County of San Francisco
City of Chicago
COMDATA
Deloitte*
Expedia
Goldman Sachs Mortgage Co., as lender and administrative agent*
IBM Corporation
Lyft Inc
Nissan
Nissan CN
Pep Boys*
Southwest Airlines Co
Telus International Us Corp*
Travelport LP C O Bank of America Lockbox
United Airlines Inc
US Bank Promissory Notes
VXI Global Solutions LLC*

Significant Lenders/ Trustees/ Agents/ Other Known Debtholders/ etc.

Barclays
Barclays Bank PLC
BNP Paribas*
BNP Paribas Trust Corporation UK Limited*
BNY Trust Company of Canada
Citibank N.A.
Deutsche Bank
Deutsche Bank AG, London Branch
Deutsche Bank Luxembourg S.A.
Goldman Sachs Mortgage Company*
HSBC France
KPMG LLP*
Lloyds
Natixis*
Royal Bank of Canada, Sydney Branch
The Bank of New York Mellon Trust Company, N.A.
Wells Fargo Bank, National Association
Westpac Banking Corporation
Wilmington Trust, National Association

Restructuring Advisors to Certain Creditors and Other Potential Parties In Interest

AlixPartners LLP*

Ankura Consulting Group, LLC
Dentons*
Latham & Watkins LLP
Mayer Brown LLP*
Ropes & Gray LLP*

Significant Depository Banks

Banco Santander SA
Bank of America
Bank of China*
Bank of Ireland*
Bank of New York Mellon
Barclays Bank PLC (UK)
BNP Paribas (France, Monaco)*
Citibank (Ireland, UK)
Citibank Dubai
Citibank-Puerto Rico
Citizens Bank
Credit Suisse First Boston-NY
DBS Bank LTD*
Deutsche Bank AG (France, Germany, Belgium, UK, Netherlands, Luxembourg)
Deutsche Bank Nederland N.V.
Deutsche Bank Sociedad Anónima Española
Deutsche Bank SpA
Fifth Third Bank*
HSBC Bank (China) Company Ltd, Shanghai Branch
HSBC Treasury Fund
ING Belgium SA/NV
J.P. Morgan Chase Bank
J.P. Morgan Chase Bank, N.A. Amsterdam
JP Morgan Chase Bank (Canada)
JP Morgan Chase Bank Netherlands
Key Bank
Lloyds
Mizuho Bank
PNC Bank
Regions Bank*
SunTrust Bank
TD Bank-USA
U.S. Bank
Wells Fargo Bank, National Association
Westpac Banking Corporation

Significant Vendors

American Express*

American Express CPC Remittance Processing*
AT&T
Bridgestone/Firestone Inc
C3/CustomerContactChannels Inc
Citibank
Citizens Bank National Association
City and County of San Francisco
City of Chicago
City of Los Angeles
City of Phoenix*
COMDATA
Deloitte Consulting LLP*
Expedia.Com Travel
IBM Corporation
IPC USA, Inc*
Lyft Inc
Microsoft Corporation
Optumrx Inc
Oracle America Inc
Pep Boys*
Salesforce Com Inc
Southwest Airlines Co
Southwest Airlines O A L Billing
State of Hawaii Department of Transportation
State of Hawaii Dept of Trans Honolulu Intl Airport
Travelport LP C O Bank of America Lockbox
Wells Fargo Bank, National Association

Significant Contract/Lease CounterParties to the Debtors

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AT&T
C3/CustomerContactChannels Inc
COMDATA
Deloitte Consulting LLP*
Ernst and Young LLP
IBM Corporation
IPC USA, Inc*
Lyft Inc
Microsoft Corporation
Optumrx Inc
Oracle America Inc
Pep Boys*
PricewaterhouseCoopers LLP (PWC)
Salesforce Com Inc

Southwest Airlines Co
VXI Global Solutions LLC*

Significant Customers

ABB Inc*
AT&T Services Inc
Bank of America
BASF Corporation
Boston Scientific Corporation
BP p.l.c.
Cigna Corporate Services LLC
Cisco Systems Inc
Coca Cola Co The
Cummins
Deloitte Services LP*
Delta Air Lines*
Eaton Corp*
Ernst and Young LLP
FedEx Corporation
General Electric Company
IBM Corporation
Intel Corporation
J.P. Morgan Chase
KPMG LLP*
Marriott International
National Football League*
Oracle Corp
Pfizer Inc
PricewaterhouseCoopers LLP (PWC)
Rockwell Automation*
Siemens Corp North America
Thermo Fisher Scientific
TPG Global LLC
United Airlines Inc
United Healthcare Services Inc
Wells Fargo Bank, National Association

Significant Taxing Authorities

City of Anaheim
City of Los Angeles
Deloitte Tax LLP*
Georgia Department of Revenue
Hawaii State Tax Collector
Illinois Secretary of State*
PCAOB*

State of Alabama Office of State Treasurer

Significant Insurers

AIG Europe S.A.
AIG Europe S.A. Sucursal En España
AIG Europe S.A., Netherlands Branch
AIG, Foreign Casualty
American International Group UK Limited (AIG)
Arch Insurance Company
Chubb Insurance Company of Canada
Continental Casualty Company*
Guardian Insurance Company*
Hartford
Hiscox Insurance Company Inc.*
Illinois National Insurance Company*
Indian Harbor Insurance Company
ING
Ironshore Indemnity Inc.
Liberty Mutual Property
Lloyd's of London
National Union Fire Insurance Company of Pittsburgh, Pa.*
Starr Indemnity & Liability Company*
Travelers Casualty and Surety Company of America
XL Bermuda Ltd*
Zurich American Insurance Company

Significant Ordinary Course Professionals

Allen Matkins*
Altus Business License LLC*
Deloitte LLP*
Ernst and Young LLP
IMS ExpertServices
KPMG LLP*
Mayer Brown LLP*
McGuireWoods LLP*
PricewaterhouseCoopers LLP (PWC)

Debtors' Restructuring Professionals

Deloitte LLP*
FTI Consulting

UCC Members & Professionals

Kramer Levin Naftalis & Frankel LLP*
Southwest Airlines Co
UBS Investment Bank*

U.S. Bank
Wells Fargo Bank, National Association

Ad Hoc Group Members

Aegon Asset Management
Aegon USA Investment Management, LLC
AIG Asset Management (U.S.), LLC
Bank of America
Invesco*
JP Morgan Asset Management
Nomura Corporate Research and Asset Management Inc.*
Robert White*

Other Interested Parties

Sixt Rent A Car, LLC